This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

Claim 1 (Currently amended): A composite flooring material comprising:

a. a foam sheet comprising polyolefin;

b. a first film comprising polyolefin heat-laminated ~~adhered~~ to a first surface of the foam sheet; and

c. a second film comprising polyolefin heat-laminated ~~adhered~~ to a second surface of the foam sheet, wherein at least one edge of the second film extends beyond a corresponding edge of the foam sheet.

Claim 2 (Original): The composite material of Claim 1 wherein the foam sheet comprises polyethylene.

Claim 3 (Original): The composite material of Claim 2 wherein the foam sheet comprises a low density polyethylene, a medium density polyethylene, or a high density polyethylene.

Claim 4 (Original): The composite material of Claim 1 wherein the foam sheet has a density of between about 1 and about 8 pounds/ft^3.

Claim 5 (Original): The composite material of Claim 1 wherein the foam sheet has a thickness of between about 0.001 and about 2 inches.

Claim 6 (Original): The composite material of Claim 1 wherein the first film has a thickness of not more than about 0.001 inches.

Claim 7 (Original): The composite material of Claim 6 wherein the first film has a thickness of between about 0.0003 inches and about 0.00075.

Claim 8 (Canceled)

Claim 9 (Currently amended): The composite material of Claim 1 ~~8~~ wherein the first film comprises polyethylene.

Claim 10 (Original): The composite material of Claim 9 wherein the first film comprises a compound selected from the group consisting of low density polyethylene, metallocene based polyethylene, medium density polyethylene, high density polyethylene, and biaxially oriented polypropylene.

Claim 11 (Original): The composite material of Claim 1 wherein the first film comprises a film layer and a bonding layer.

Claim 12 (Currently amended): The composite material of Claim 11 wherein the bonding layer comprises ~~comprises~~ a compound selected from the group consisting of propylene/ethylene copolymers, ethylene-propylene terpolymers, ethylene-butylene random copolymers, polyethylenes ranging in density from about 0.91 to about 0.96 g/cc, metallocene-catalyzed plastomers and elastomers, ultra low density ethylene/octane copolymers ranging in density from about 0.88 to about 0.913 g/cc, ionomers, natural rubbers, styrene-butadine-styrene copolymers, styrene-isoprene-styrene copolymers, acrylics, ethylene/vinyl acetate copolymers, ethylene/vinyl alcohol copolymers, fluorinated ethylene-propylene copolymers, elastomeric copolymers of ethylene and propylene, butyl rubbers, ABS, chlorinated polyethylenes, PVDC, ACS acrylonitrile-chlorinated polyethylenes, and high impact polystyrenes.

Claim 13 (Original): The composite material of Claim 1 wherein the first film is stretch-oriented in at least two directions.

Claim 14 (Original): The composite material of Claim 1 wherein the first film has an orientation ratio of at least about 2 in both of said at least two directions.

Claim 15 (Original): The composite material of Claim 1 wherein the second film has a thickness between about 0.001 inches and about 0.008 inches.

Claim 16 (Original): The composite material of Claim 15 wherein the second film has a thickness of about 0.002 inches.

Claim 17 (Canceled)

Claim 18 (Currently Amended): The composite material of Claim 1 ~~17~~ wherein the second film comprises polyethylene.

Claim 19 (Original): The composite material of Claim 18 wherein the second film comprises a low density polyethylene.

Claim 20 (Original): The composite material of Claim 1 wherein the second film comprises a film layer and a bonding layer.

Claim 21 (Original): The composite material of Claim 20 wherein the bonding layer comprises a compound selected from the group consisting of propylene/ethylene copolymers, ethylene-propylene terpolymers, ethylene-butylene random copolymers, polyethylenes ranging in density from about 0.91 to about 0.96 g/cc, metallocene-catalyzed plastomers and elastomers, ultra low density ethylene/octane copolymers ranging in density from about 0.87 to about 0.913 g/cc, ionomers, natural rubbers, styrene-butadiene-styrene copolymers, styrene-isoprene-styrene copolymers, acrylics, ethylene/vinyl acetate copolymers, elastomeric copolymers of ethylene and propylene, butyl rubbers, ABS, chlorinated polyethylenes, PVDC, ACS acrylonitrile-chlorinated polyethylenes, and high impact polystyrenes.

Claim 22 (Original): The composite material of Claim 1 further comprising an adhesive positioned along at least a portion of said at least one edge of the second film that extends beyond the corresponding edge of the foam sheet.

Claim 23 (Original): The composite material of Claim 22 further comprising a release liner applied to the adhesive layer.

Claim 24 (Withdrawn)

Claim 25 (Withdrawn)

Claim 26 (Withdrawn)

Claim 27 (Withdrawn)

Claim 28 (Canceled)

Claim 29 (Currently amended): The composite of Claim 1 ~~28~~ wherein the first and second films are stretch oriented in at least two directions.

Claim 30 (Previously added): The composite material of claim 29 further comprising an adhesive positioned along at least a portion of said at least one edge of the second film that extends beyond the corresponding edge of the foam sheet.

Claim 31 (Previously added): The composite material of claim 30 further comprising a release layer positioned over said adhesive.